VERMONT MUNICIPAL EMPLOYEES' RETIREMENT SYSTEM

Meeting of the Board of Trustees March 21, 2005

Board members present:

STEVEN JEFFREY, Chairperson, Employee Representative (term expiring July 1, 2007) MARIE DUQUETTE, Governor's delegate JEB SPAULDING, State Treasurer

Board members absent:

W. JOHN MITCHELL, II, Vice-Chairperson, Employee Representative (term expiring July 1, 2005) DAVID LEWIS, Employer Representative (term expiring July 1, 2006)

Also attending:

Donna Holden, Board Coordinator Ellen Griggs, New England Pension Consultants David Minot, Director of Finance and Investments

The Chairperson, Steve Jeffrey, called the meeting to order at 12:45 p.m. on Monday, March 21, 2005, held in the Suzanna's Restaurant Conference Room, Airport Road, Berlin, VT.

ITEM 1: Approve the Minutes of February 15, 2005 Investment Meeting March 8, 2005 Business Meeting

On a motion by Ms. Duquette seconded by Mr. Spaulding, the Board unanimously voted to approve the minutes of February 15, 2005, and March 8, 2005, as submitted.

ITEM 2: Approve the Disability Retirement for: *Perry Pecor*

On a motion by Mr. Spaulding seconded by Ms. Duquette, the Board unanimously voted to approve the disability retirement for Perry Pecor, as recommended by the Medical Review Board.

ITEM 3: Discuss/Act on Global Bond Allocation and Manager

The Board reviewed materials provided and 3/10/05 proposed asset allocation prepared by New England Pension Consultants, listed below.

Plan/Target

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		Currently Approved Allocation**	Currently Approved Target***	NEPC Proposed Target with Global Bonds
- Equities				
Large Value	_ Delaware	17.0%	17.0%	14.0%
Large Growth	Alliance	<u>16.0%</u>	<u>16.0%</u>	<u>14.0%</u>
Total Large Cap		33.0%	33.0%	28.0%
Small Cap Core Total Small Cap	Lazard	10.0% 10.0%	<u>10.0%</u> 10.0%	10.0% 10.0%
International Equity^	UBS	14.0%	16.0%	16.0%
Alternative Investments	Alternatives	4.0%	2.0%	2.0%
Total Equities		61.0%	61.0%	56.0%
Fixed Income	_			
Core Fixed Inc	Seix	27.0%	27.0%	27.0%
Global Fixed Income		0.0%	0.0%	5.0%
High Yield	Seix	5.0%	5.0%	5.0%
Total Fixed Income		32.0%	32.0%	37.0%
Real Estate	_ Met Life / SSR	7.0%	7.0%	7.0%
Hedged Strategies	_	0.0%	0.0%	0.0%
<u>Cash</u>	_	0.0%	0.0%	0.0%
Totals		100.0%	100.0%	100.0%

^{*} From meeting minutes dated February 2001

Prepared 03/10/05

On a motion by Ms. Duquette seconded by Mr. Spaulding, the Board unanimously voted to approve the 3/10/05 proposed asset allocation prepared by NEPC, and invest, as timely as possible, the new 5% adopted Global Bond allocation with Brandywine Asset Management, LLC.

^{**} From minutes dated September 24, 2002 and May 23, 2003 (High Yield)

^{***} Approved at the February 20, 2004 meeting

[^] UBS authorized to invest up to 15% of their portfolio in emerging markets at May 23, 2003 meeting.

None

Adjournment:

On a motion by Ms. Duquette seconded by Mr. Spaulding, the Board unanimously voted to adjourn at 12:47 p.m.

Next Meeting Dates:

The next scheduled quarterly investment meeting will be Tuesday, May 17, 2005.

Respectfully submitted,

Donna Holden, Board Coordinator for Cynthia Webster, Secretary to the Board